

No. 3-222A02A
NOV 18 1983
Date
Fee \$ 10.00

8161-F

5.

November 18, 1983

ICC Washington, D. C.

Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 8161-F Filed 1425

NOV 18 1983 3 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Mergenovich:

Enclosed for recordation under the provisions of Section 11303(a) of Title 49 of the U.S. Code are the original and 7 counterparts of an Amendment to Amendment and Assignment of Railroad Car Service Lease Agreement dated as of December 31, 1980. This Amendment to Amendment and Assignment of Railroad Car Service Lease Agreement is a secondary document.

The primary document to which this is connected is the Amendment and Assignment of Railroad Car Service Lease Agreement recorded at 3:35 p.m. on November 18, 1983 with Recordation Number 8161-F.

A general description of the railroad cars covered by the enclosed document and intended for use related to interstate commerce is set forth in Schedule A attached to this letter and made a part hereof.

The names and addresses of the parties to the Amendment to Amendment and Assignment of Railroad Car Service Lease Agreement are as follows:

Assignor:	Greenlease Company, a division of Greenville Steel Car Company Greenville, Pennsylvania 16125
Assignee:	Greenville Leasing Company Greenville, Pennsylvania 16125
Lessee:	Consolidation Coal Company Pittsburgh, Pennsylvania 15241

The undersigned is the assignee mentioned in the enclosed document and has knowledge of the matters set forth therein.

Please return the original and 6 copies of the Amendment to Amendment and Assignment of Railroad Car Service Lease Agreement to Charles L. Rieck, Esq., Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

RECEIVED
NOV 18 3 27 PM '83
I.C.C.
FEE OPERATION BR.

Charles L. Rieck

Also enclosed is a check in the amount of \$ _____ covering the required recording fee.

A short summary of the enclosed secondary document to appear in the Index follows:

Amendment to Amendment and Assignment of Railroad Car Service Lease Agreement recorded on November 18, 1983 at _____ p.m. with Recordation No. _____, dated as of December 31, 1980 and covering twenty-eight 100-ton Triple Hopper Cars (AAR Mechanical Designation HM).

Very truly yours,

GREENVILLE LEASING COMPANY

By John R. Henry
its Vice President
ASSIGNEE AS AFORESAID

Enclosures

DESCRIPTION OF EQUIPMENT

DESCRIPTION:

Thirty-six 100-ton triple
hopper cars; AAR Mechanical
Designation HM

MANUFACTURER:

Greenville Steel Car Company

IDENTIFICATION MARKS AND
NUMBERS (BOTH INCLUSIVE):

GSCX 11064 to 11099

SCHEDULE A
(to Letter of Transmittal No. 5)

AMENDMENT TO AMENDMENT AND ASSIGNMENT
OF
RAILROAD CAR SERVICE LEASE AGREEMENT

RECORDATION NO. 8161-1 Filed 1465

NOV 18 1983 3:51 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, GREENLEASE COMPANY, a Division of Greenville Steel Car Company, a Pennsylvania corporation (the "Assignor"), Greenville Leasing Company, a Delaware corporation (the "Assignee") and Consolidation Coal Company, a Delaware corporation (the "Lessee"), have previously entered into an Amendment and Assignment dated as of December 31, 1980 (the "Amendment and Assignment") wherein the Assignor assigned to the Assignee its interest in a Railroad Car Service Lease Agreement with the Lessee dated as of September 2, 1975 (the "Lease") and its interest in the railroad cars subject to the Lease; and

WHEREAS, the parties hereto now desire to amend the Amendment And Assignment;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto, intending to be legally bound hereby, do agree as follows, effective as of December 31, 1980:

Paragraph 1 of the Amendment And Assignment is amended to read as follows:

1. Subject to the security interest created by the Security Agreement-Trust Deed dated as of October 1, 1975 from the Assignor to Mellon Bank, N.A., as Trustee (the "Security Trustee") and confirmed by the Amended and Restated Security Agreement-Trust Deed (the "1980 Security Agreement") dated as of December 31, 1980 from the Assignor and the Assignee to the Security Trustee and subject to the security interest created by the 1980 Security Agreement, Assignor hereby assigns, transfers and sets over unto the Assignee:
 - (a) All the Assignor's right, title and interest, powers, privileges and other benefits under the Lease, as amended, which shall arise or accrue after the Effective Date; and

(b) All the Assignor's right, title and interest in the Cars.

Assignor further agrees to execute and deliver such instrument or instruments, confirming the transfer of title to the Cars to the Assignee, as Assignee may reasonably request.

All other terms, covenants and provisions of the Amendment And Assignment shall continue in full force and effect precisely as before.

This Amendment To Amendment And Assignment may be simultaneously executed in two or more counterparts each of which when so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, The Assignor, the Assignee, and the Lessee have caused these presents to be signed and their respective corporate seals to be duly attested as of the day and year first above written.

Attest:

GREENLEASE COMPANY, A DIVISION OF
GREENVILLE STEEL CAR COMPANY

V. P. Gossardall
Assistant Secretary

By Edward V. Moore
Vice President

[Corporate Seal]

Attest:

GREENVILLE LEASING COMPANY

V. P. Gossardall
Assistant Secretary

By John R. Yancy
Vice President

[Corporate Seal]

Attest:

CONSOLIDATION COAL COMPANY

Daniel E. Rogers
Assistant Secretary

By R. H. Minor
Senior Vice President - Non-Mining

[Corporate Seal]

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF ALLEGHENY

} ss:
}

On this 26th day of January, 1983 before me personally appeared R. H. Minor, to me personally known, who being duly sworn, says that he is a Senior Vice President of Consolidation Coal Company, a Delaware corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Dorothy O. Nichol
Notary Public

DOROTHY O. NICHOL, Notary Public
Upper St. Clair Twp., Allegheny Co., PA
My Commission Expires February 5, 1983

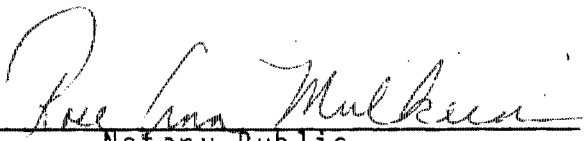
[Notarial Seal]

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF ALLEGHENY

}
} ss:
}

On this 18 day of November 1983 before me personally appeared Edward H. Moores, to me personally known, who being duly sworn, says that he is a Vice President of Greenville Steel Car Company, a Pennsylvania corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

ROSE ANN MULHERN, Notary Public
Pittsburgh, Allegheny County, Pa.
My Commission Expires Mar. 18, 1985

[Notarial Seal]

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF ALLEGHENY

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) ss:

On this 18 day of November, 1983 before me personally appeared John R. Young, to me personally known, who being duly sworn, says that he is a Vice President of Greenville Leasing Company, a Delaware corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Rose Ann Mulheir
Notary Public

[Notarial Seal]

ROSE ANN MULHEIR, Notary Public
Pittsburgh, Allegheny County, Pa.
My Commission Expires Mar. 18, 1985